

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. Contract ID Code Cost-Plus-Fixed-Fee	Page 1 Of 7		
2. Amendment/Modification No. P00003		3. Effective Date 2007JUN28		4. Requisition/Purchase Req No. SEE SCHEDULE		5. Project No. (If applicable)	
6. Issued By U.S. ARMY TACOM LCMC AMSTA-AQ-AHLA CATHERINE MILLER (586)574-8391 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL WEAPON SYSTEM: WPN SYS: KF EMAIL: CATHERINE.E.MILLER@US.ARMY.MIL		Code W56HZV		7. Administered By (If other than Item 6) DCMA CENTRAL PENNSYLVANIA - YORK PO BOX 15512 YORK PA 17405-1512		Code S4201A	
				SCD B PAS NONE ADP PT HQ0337			
8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) BAE SYSTEMS LAND & ARMAMENTS INC. 1100 BAIRS RD YORK, PA 17405-1512				<input type="checkbox"/>		9A. Amendment Of Solicitation No.	
				<input type="checkbox"/>		9B. Dated (See Item 11)	
				<input checked="" type="checkbox"/>		10A. Modification Of Contract/Order No. W56HZV-07-C-0256	
TYPE BUSINESS: Large Business Performing in U.S.				<input type="checkbox"/>		10B. Dated (See Item 13) 2007APR13	
Code 06085		Facility Code					
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. Accounting And Appropriation Data (If required) SEE SECTION G (IF APPLICABLE)							
13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS It Modifies The Contract/Order No. As Described In Item 14.							
KIND MOD CODE: G							
<input type="checkbox"/> A. This Change Order is Issued Pursuant To: The Contract/Order No. In Item 10A. The Changes Set Forth In Item 14 Are Made In							
<input type="checkbox"/> B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).							
<input checked="" type="checkbox"/> C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of: MUTUAL AGREEMENT OF THE PARTIES							
<input type="checkbox"/> D. Other (Specify type of modification and authority)							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return _____ copies to the Issuing Office.							
14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)  SEE SECOND PAGE FOR DESCRIPTION							
Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. Name And Title Of Signer (Type or print)				16A. Name And Title Of Contracting Officer (Type or print) DENISE MIKA DENISE.MIKA@US.ARMY.MIL (586)574-7076			
15B. Contractor/Offeror  (Signature of person authorized to sign)		15C. Date Signed		16B. United States Of America  By _____ /SIGNED/ (Signature of Contracting Officer)		16C. Date Signed  2007JUN28	
NSN 7540-01-152-8070 PREVIOUS EDITIONS UNUSABLE				30-105-02		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243	

<b>CONTINUATION SHEET</b>	<b>Reference No. of Document Being Continued</b> <b>PIIN/SIIN</b> W56HZV-07-C-0256 <b>MOD/AMD</b> P00003	<b>Page</b> 2 <b>of</b> 7
<b>Name of Offeror or Contractor:</b> BAE SYSTEMS LAND & ARMAMENTS INC.		

SECTION A - SUPPLEMENTAL INFORMATION

W56HZV-07-C-0256  
Modification P00003

Previous Contract Amount: \$11,755,897.00  
Amount of this Modification: \$229,639.00  
Total Contract Amount: \$11,985,536.00

1. The purpose of Modification P00003 to Contract W56HZV-07-C-0256 is to exercise an option for 2,223 STS Level of Effort (LOE) hours for work listed on Work Directive USMC-H-07-01. Modification P00003 is issued out of sequence and is awarded after modifications P00004 and P00005.

2. This option exercise is acquiring 2,223 STS LOE hours on the following CLIN:

CLIN	Prior	This Change	Total
0004AA			
Hours	-- 0 --	2,223	2,223
Estimated Labor Cost	\$ 0	\$ 160,523	\$ 160,523
Esitmated Materials/ODCs*	\$ 0	\$ 50,069	\$ 50,069
Total Cost	\$ 0	\$ 210,592	\$ 210,592
Labor Fee	\$ 0	\$ 14,494	\$ 14,494
Materials/ODCs Fee	\$ 0	\$ 4,553	\$ 4,553
Total Fee	\$ 0	\$ 19,047	\$ 19,047
Total CPFF	\$ 0	\$ 229,639	\$ 229,639

- \*Includes FCCM
- a. The hours exercised to date are 13,768 under option H.7.1 leaving 376,232 available for future base year option exercises.
  - b. The ODC/Material cost dollars exercised to date are \$234,694 (including Fee and FCCM), leaving \$42,765,306.00 available for future base year option exercises.
  - c. The option is exercised prior to 31 December 2007 and applies the rates for the base year option.

3. The STS LOE option hours exercised under Modification P00003 are at the base year rate of \$78.73 (\$72.21 for estimated cost and \$6.52 for the contractor's fixed fee) for Work Directive USMC-H-07-01.

4. This modification impacts the contract amount. This action increases the total contract amount by \$229,639.00 from the prior amount of \$11,755,897.00 to a new total of \$11,985,536.00.

	Prior	This Change	Total
Estimated Cost (including ODCs)	\$ 10,772,102	\$ 210,592	\$ 10,982,694
Fixed Fee	\$ 983,795	\$ 19,047	\$ 1,002,842
Cost Plus Fixed Fee (including ODCs)	\$ 11,755,897	\$ 229,639	\$ 11,985,536

5. All other terms and conditions of contract W56HZV-07-C-0256 remain unchanged and in full force and effect.

\*\*\* END OF NARRATIVE A0003 \*\*\*

Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS				
0004	SECURITY CLASS: Unclassified				
0004AA	SERVICES LINE ITEM				\$ 117,398.69
	CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: USMC SYSTEM TECHNICAL SUPPORT PRON: T176F974JM PRON AMD: 02 ACRN: AG CUSTOMER ORDER NO: M9545005MP52186				
	BASIC OPTION WORK DIRECTIVE USMC-H-07-01 LEVEL OF EFFORT: 2,223 HOURS			Estimated Cost: Fixed Fee: CPFF:	\$ 210,592 \$ 19,047 S 229,639
	Estimated Labor Cost: \$ 160,523 Labor Fee: \$ 14,494 Total: \$ 175,017				
	Materials/ODC's*: \$ 54,622				
	*Includes Fee and FCCM. For details on the breakout of Fee and FCCM, see individual work directives.				
	(End of narrative B001)				
	Inspection and Acceptance INSPECTION: Origin ACCEPTANCE: Origin				
	Deliveries or Performance DLVR SCH PERFORM COMPL REL CD QUANTITY DATE 001 0 30-JUN-2008				
	\$ 117,398.69				

Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT						
0004AB	<div>SERVICES LINE ITEM</div> <div>CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: USMC SYSTEM TECHNICAL SUPPORT PRON: T176F975JM PRON AMD: 02 ACRN: AH CUSTOMER ORDER NO: M9545006MP62041  CLIN 0004AB is a funding CLIN in support of CLIN 0004AA.  (End of narrative B001)  <u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin  <u>Deliveries or Performance</u> DLVR SCH PERFORM COMPL <table><tr><td><u>REL CD</u></td><td><u>QUANTITY</u></td><td><u>DATE</u></td></tr><tr><td>001</td><td>0</td><td>30-JUN-2008</td></tr></table> \$ 112,240.31</div>	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	30-JUN-2008				\$ 112,240.31
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>									
001	0	30-JUN-2008									

CONTINUATION SHEET	Reference No. of Document Being Continued		Page 5 of 7
	PIIN/SIIN W56HZV-07-C-0256	MOD/AMD P00003	
Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS INC.			

B.1 APPLICABILITY OF FEDERAL EXCISE TAX - Federal Excise Tax (FET) is not applicable to the contract items listed elsewhere in Section B of the contract. FET is not to be included in any prices under the contract.

B.2 CONTRACT DATA PRICE - The cost for data requirements of the contract is included within the cost plus fixed fee amounts for each CLIN.

B.3 BASIC - The Government Basic Award shall be 6,225 hours and \$100,147 in Materials/ODCs.

	Estimated Hourly Cost	Hourly Fixed Fee	Total Cost
M88 Family of Vehicles STS	\$ 72.21	\$ 6.52	\$ 78.73
M88 RESET	\$ 37.75	\$ 3.43	\$ 41.18
OCONUS FSR	\$ 62.12	\$ 5.65	\$ 67.77
M109/M992 STS	\$ 69.67	\$ 6.36	\$ 76.03
M9ACE STS	\$ 59.25	\$ 5.40	\$ 64.65
CONUS FSR	\$ 68.28	\$ 6.24	\$ 74.52

B.4 OPTION - ADDITIONAL SYSTEM TECHNICAL SUPPORT - In accordance with Paragraph H.7.1 and H.7.2, the Government shall have the option to increase the number of system technical support hours by a maximum of 390,000 manhours each year for the M88 FOV, for a maximum of 1,950,000 hours, and 500,000 manhours a year for the M109/M992 and M9ACE programs, for a maximum of 2,500,000 hours. The allocation of these hours is as follows:

-- STS Hours optioned under H.7.1 as of Modification P00003 are 13,768, leaving 376,232 available for future base year exercise.

-- STS Hours optioned under H.7.2 as of Modification P00003 are 87,964, leaving 412,036 available for future base year exercise.

The hourly fixed fee listed below will remain in effect for option hours exercised in the specified time periods. The estimated hourly costs are for planning and budgetary purposes only and will vary from work directive to work directive. The funded amount for each work directive will be determined by the labor mix and Other Direct Costs (ODCs) for that specific effort.

Basic

	FROM	Through	Estimated Hourly Cost	Hourly Fixed Fee	Total Cost
a)	Basic Contract Award	31 Dec 2007			
	and base year option				
	M88 Family of Vehicles		\$ 72.21	\$ 6.52	\$ 78.73
	M88 RESET		\$ 37.75	\$ 3.43	\$ 41.18
	OCONUS FSR		\$ 62.12	\$ 5.65	\$ 67.77
	M109/M992 STS		\$ 69.67	\$ 6.36	\$ 76.03
	M9ACE STS		\$ 59.25	\$ 5.40	\$ 64.65
	CONUS FSR		\$ 68.28	\$ 6.24	\$ 74.52

Option #1

	FROM	Through	Estimated Hourly Cost	Hourly Fixed Fee	Total Cost
b)	01 Jan 2008	31 Dec 2008			
	M88 Family of Vehicles		\$ 76.48	\$ 6.90	\$ 83.38
	M88 RESET		\$ 40.44	\$ 3.68	\$ 44.12
	OCONUS FSR		\$ 66.43	\$ 6.04	\$ 72.47
	M109/M992 STS		\$ 73.36	\$ 6.69	\$ 80.05
	M9ACE STS		\$ 62.34	\$ 5.68	\$ 68.02
	CONUS FSR		\$ 69.96	\$ 6.39	\$ 76.35

Option #2

	FROM	Through	Estimated Hourly Cost	Hourly Fixed Fee	Total Cost
c)	01 Jan 2009	31 Dec 2009			
	M88 Family of Vehicles		\$ 79.96	\$ 7.21	\$ 87.17
	M88 RESET		\$ 42.84	\$ 3.90	\$ 46.74
	OCONUS FSR		\$ 70.32	\$ 6.39	\$ 76.71
	M109/M992 STS		\$ 80.86	\$ 7.37	\$ 88.23

CONTINUATION SHEET	Reference No. of Document Being Continued		Page 6 of 7
	PIIN/SIIN W56HZV-07-C-0256	MOD/AMD P00003	

Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS INC.

M9ACE STS	\$ 68.68	\$ 6.26	\$ 74.94
CONUS FSR	\$ 74.65	\$ 6.82	\$ 81.47

Option #3

	FROM	Through	Estimated Hourly Cost	Hourly Fixed Fee	Total Cost
d)	01 Jan 2010	31 Dec 2010			
	M88 Family of Vehicles		\$ 82.51	\$ 7.44	\$ 89.95
	M88 RESET		\$ 44.18	\$ 4.02	\$ 48.20
	OCONUS FSR		\$ 72.60	\$ 6.60	\$ 79.20
	M109/M992 STS		\$ 84.34	\$ 7.69	\$ 92.03
	M9ACE STS		\$ 71.72	\$ 6.54	\$ 78.26
	CONUS FSR		\$ 78.42	\$ 7.16	\$ 85.58

Option #4

	FROM	Through	Estimated Hourly Cost	Hourly Fixed Fee	Total Cost
e)	01 Jan 2011	31 Dec 2011			
	M88 Family of Vehicles		\$ 85.09	\$ 7.67	\$ 92.76
	M88 RESET		\$ 45.54	\$ 4.14	\$ 49.68
	OCONUS FSR		\$ 74.91	\$ 6.81	\$ 81.72
	M109/M992 STS		\$ 86.75	\$ 7.91	\$ 94.66
	M9ACE STS		\$ 74.06	\$ 6.75	\$ 80.81
	CONUS FSR		\$ 80.52	\$ 7.36	\$ 87.88

Solely for the purpose of determining the Estimated hourly rates most likely usage of man hours follow. The Government reserves the right to divert from estimates.

a)	Basic base year option	390,000 man-hours (M88); 500,000 (M109/M992/M9ACE)
b)	Option Year 1	390,000 man-hours (M88); 500,000 (M109/M992/M9ACE)
c)	Option Year 2	390,000 man-hours (M88); 500,000 (M109/M992/M9ACE)
d)	Option Year 3	390,000 man-hours (M88); 500,000 (M109/M992/M9ACE)
e)	Option Year 4	390,000 man-hours (M88); 500,000 (M109/M992/M9ACE)

B.5 The Contractor may propose material and other direct costs plus additives to this contract based on support within the work directives. The estimated costs at the time of work directive award will have a fixed fee attached as 9.10% of costs for the M88 FOV and 9.15% for the M109/M992/M9ACE programs. The other direct/material cost shall be a maximum of \$43,000,000 per year for the M88FOV and \$12,500,000 per year for the M109/M992/M9ACE programs, and shall not exceed that total. The allocation of these dollars is as follows:

-- STS Material/ODCs optioned for the M88 FOV as of Modification P00003 to this contract are \$234,694, leaving \$42,765,306.00 available for future base year option exercises.

-- STS Material/ODCs optioned for the M109/M992/M9ACE programs as of Modification P00003 to this contract are \$4,100,887 leaving \$8,399,113 available for future base year option exercises.

\*\*\* END OF NARRATIVE B0001 \*\*\*

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEM MIPR	ACRN	OBLG STAT/ JOB ORD NO			PRIOR AMOUNT	INCREASE/DECREASE AMOUNT		CUMULATIVE AMOUNT
0004AA	T176F974JM M9545005MP52186	AG	1	\$		0.00	\$ 117,398.69	\$	117,398.69
0004AB	T176F975JM M9545006MP62041	AH	1	\$		0.00	\$ 112,240.31	\$	112,240.31
						NET CHANGE	\$ 229,639.00		

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION	ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Marine Corps	AG	17 55110920623106785400674432D2062SA00005MP52186		\$ 117,398.69
Marine Corps	AH	17 66110920623106785400674432D2061B100006MP62041		\$ 112,240.31
NET CHANGE				\$ 229,639.00

		PRIOR AMOUNT OF AWARD		INCREASE/DECREASE AMOUNT		CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$	11,755,897.00	\$	229,639.00	\$	11,985,536.00

ACRN	EDI ACCOUNTING CLASSIFICATION					
AG	17 050511092062	310678540067443	2D2062SA00005MP52186	M954505MP52186		067443
AH	17 060611092062	310678540067443	2D2061B100006MP62041	M954506MP62041		067443